

BellSouth Telecommunications, Inc.
333 Commerce Street, Suite 2101
Nashville, TN 37201-3300

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RECEIVED
REGULATORY AUTHORITY
Guy M. Hicks
General Counsel

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OFFICE OF THE
EXECUTIVE SECRETARY
May 8, 2001

615 214 6301
Fax 615 214 7406

Mr. David Waddell
Executive Secretary
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, Tennessee 37243-0505

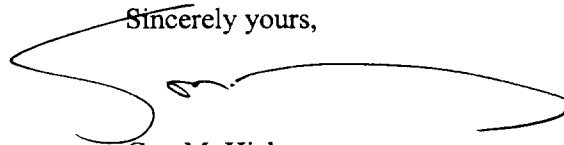
Re: *Approval of the Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. and Birch Telecom of the South, Inc. Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996.*
Docket No. ~~01-00074~~ 01-00421

Dear Mr. Waddell:

Pursuant to Section 252(e) of the Telecommunications Act of 1996, Birch Telecom of the South, Inc. and BellSouth Telecommunications, Inc. are hereby submitting to the Tennessee Regulatory Authority the original and thirteen copies of the attached Petition for Approval of the Amendment to the Interconnection Agreement dated July 14, 2001. The Amendment replaces the first paragraph of the General Terms and Conditions.

Thank you for your attention to this matter.

Sincerely yours,



Guy M. Hicks

cc: Greg Lawhon, Attorney for Birch Telecom of the South, Inc.

BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, Tennessee

In re: *Approval of the Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. and Birch Telecom of the South, Inc. Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996*

Docket No. ~~01-00074~~ 01-00421

PETITION FOR APPROVAL OF THE
AMENDMENT TO THE INTERCONNECTION AGREEMENT
NEGOTIATED BETWEEN BELL SOUTH TELECOMMUNICATIONS, INC.
AND BIRCH TELECOM OF THE SOUTH, INC.
PURSUANT TO THE TELECOMMUNICATIONS ACT OF 1996

COME NOW, Birch Telecom of the South, Inc. ("Birch") and BellSouth Telecommunications, Inc., ("BellSouth"), and file this request for approval of the Amendment to the Interconnection Agreement dated July 14, 2000 (the "Amendment") negotiated between the two companies pursuant to Sections 251 and 252 of the Telecommunications Act of 1996, (the "Act"). In support of their request, Birch and BellSouth state the following:

1. Birch and BellSouth have successfully negotiated an agreement for interconnection of their networks, the unbundling of specific network elements offered by BellSouth and the resale of BellSouth's telecommunications services to Birch. The Interconnection Agreement was approved by the Tennessee Regulatory Authority ("TRA") on March 20, 2001.

2. The parties have recently negotiated an Amendment to the Agreement which replaces the first paragraph of the General Terms and Conditions. A copy of the Amendment is attached hereto and incorporated herein by reference.

3. Pursuant to Section 252(e) of the Telecommunications Act of 1996, Birch and BellSouth are submitting their Amendment to the TRA for its consideration and approval. The Amendment provides that either or both of the parties is authorized to submit this Amendment to the TRA for approval.

4. In accordance with Section 252(e) of the Act, the TRA is charged with approving or rejecting the negotiated Amendment between BellSouth and Birch within 90 days of its submission. The Act provides that the TRA may only reject such an agreement if it finds that the agreement or any portion of the agreement discriminates against a telecommunications carrier not a party to the agreement or the implementation of the agreement or any portion of the agreement is not consistent with the public interest, convenience and necessity.

5. Birch and BellSouth aver that the Amendment is consistent with the standards for approval.

6. Pursuant to Section 252(i) of the Act, BellSouth shall make the Agreement available upon the same terms and conditions contained therein.

Birch and BellSouth respectfully request that the TRA approve the Amendment negotiated between the parties.

This 9th day of May, 2001.

Respectfully submitted,

BELLSOUTH TELECOMMUNICATIONS, INC.

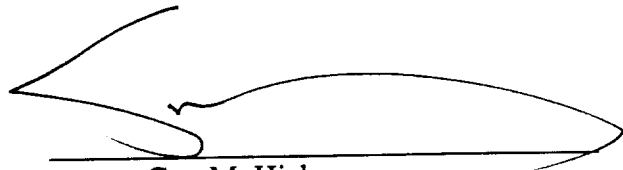
By: 

Guy M. Hicks
333 Commerce Street, Suite 2101
Nashville, Tennessee 37201-3300
(615) 214-6301
Attorney for BellSouth

CERTIFICATE OF SERVICE

I, Guy M. Hicks, hereby certify that I have served a copy of the foregoing Petition for Approval of the Amendment to the Interconnection Agreement on the following via United States Mail on the 9th day of May, 2001:

Greg Lawhon, Esq.
General Counsel
Birch Telecom of the South, Inc.
2020 Baltimore Avenue
Kansas City, Missouri 64108-1914

A handwritten signature in black ink, appearing to read "Guy M. Hicks", written over a horizontal line.

Guy M. Hicks

Amendment to the Interconnection Agreement
By and Between BellSouth Telecommunications, Inc.
and BirchTelecom of the South, Inc.
d/b/a Birch Telecom d/b/a Birch
Dated July 14, 2000

This Agreement refers to the Interconnection Agreement ("the Agreement") entered into by Birch Telecom of the South, Inc. d/b/a Birch Telecom d/b/a Birch ("Birch") and BellSouth Telecommunications, Inc. ("BellSouth") on July 14, 2000. This Amendment ("Amendment") is made by and between Birch and BellSouth and shall be deemed effective on the date executed by Birch and BellSouth.

NOW THEREFORE, in consideration of the mutual provisions contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Birch and BellSouth (individually, a "Party" and collectively, the "Parties") hereby covenant and agree as follows:

1. The Parties hereby mutually agree to delete in its entirety the first paragraph of the General Terms and Conditions of the Interconnection Agreement and replace it with the following:

THIS AGREEMENT is made by and between BellSouth Telecommunications, Inc., ("BellSouth"), a Georgia corporation, and Birch Telecom of the South, Inc. d/b/a Birch Telecom d/b/a Birch ("Birch"), a Delaware corporation, and shall be deemed effective as of the date of signatures by both parties. This Agreement may refer to either BellSouth or Birch or both as a "Party" or "Parties."

2. All of the other provisions of the Interconnection Agreement shall remain unchanged and in full force and effect.

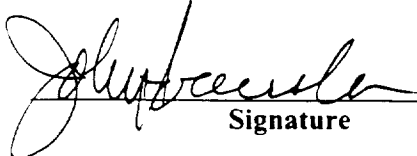
3. Either or both of the Parties are authorized to submit this Amendment to the appropriate State Public Service Commissions or other Regulatory Agencies for approval subject to Section 252 (e) of the Federal Telecommunications Act of 1996.

4. For electronic filing purposes in the State of Louisiana, the CLEC Louisiana Certification Number is required and must be provided by Birch Telecom of the South, Inc. prior to filing of the Agreement. The CLEC Louisiana Certification Number for Birch Telecom of the South, Inc is TSP00345.

IN WITNESS WHEREOF, the Parties hereto have caused this Amendment to be executed by their respective duly authorized representatives on the date indicated below.

BirchTelecom of the South, Inc.
d/b/a Birch Telecom d/b/a Birch

BellSouth Telecommunications, Inc.



Signature

JOHN IVANUSKA

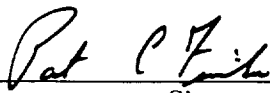
Name

VP INDUSTRY RELATIONS

Title

2/12/01

Date



Signature

Patrick C. Finlen

Name

MANAGER, REGION

Title

2/27/01

Date